

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

In re DIREXION SHARES ETF TRUST

Civil Action No. 1:09-CV-08011-KBF

**NOTICE OF PLAINTIFFS' MOTION FOR FINAL APPROVAL OF PROPOSED
CLASS ACTION SETTLEMENT AND APPROVAL OF PLAN OF ALLOCATION**

TO: All Counsel of Record

PLEASE TAKE NOTICE that pursuant to Federal Rule of Civil Procedure 23(e) and this Court's Order dated February 5, 2013, on preliminary approval of the proposed settlement and providing for notice, and upon the Joint Declaration in Support of (I) Plaintiffs' Unopposed Motion for Final Approval of Class Action Settlement and (II) Plaintiffs' Unopposed Motion for Award of Attorneys' Fees, Reimbursement of Litigation Expenses, and Reimbursement Awards; Plaintiffs' Memorandum of Law in Support of Motion for Final Approval of Proposed Class Action Settlement and Approval of Plan of Allocation; the Affidavit of Edward J. Sincavage Regarding (A) Mailing of the Notice and Proof of Claim, (B) Publication of the Summary Notice, and (C) Report on Requests for Exclusion and Objections, and all other papers and proceedings herein, Plaintiffs will and do hereby move this Court on May 10, 2013, at 2:00 p.m. in the Courtroom of the Honorable Katherine B. Forrest, United States District Judge for the Southern District of New York, United States Courthouse, 500 Pearl Street, New York, New York 10007, or other such location and time as set by the Court, for entry of a Judgment approving the Settlement as fair, reasonable and adequate and for entry of an Order approving the proposed Plan of Allocation as fair and reasonable. A [Proposed] Final Judgment and Order

of Dismissal with Prejudice is attached hereto.

Dated: April 5, 2013

Respectfully submitted,

By: /s/ Mark C. Rifkin
Mark C. Rifkin
rifkin@whafh.com
Maja Lukic
lukic@whafh.com
WOLF HALDENSTEIN ADLER
FREEMAN & HERZ LLP
270 Madison Avenue
New York, NY 10016
Phone: (212) 545-4600
Fax: (212) 545-4653

Kenneth G. Gilman
kgilman@gilmanpastor.com
GILMAN LAW LLP
Beachway Professional Center Tower
3301 Bonita Beach Road, Suite 307
Bonita Springs, FL 34134
Phone: (239) 221-8301
Fax: (239) 676-8224

*Co-Lead Counsel for the ERY
Plaintiffs and the Class*

William B. Federman
wbf@federmanlaw.com
Stuart Emmons
swe@federmanlaw.com
FEDERMAN & SHERWOOD
10205 N. Pennsylvania Avenue
Oklahoma City, OK 73120
Phone: (405) 235-1560
Fax: (405) 239-2112

*Lead Counsel for the FAZ
Plaintiffs and the Class*